

United States Bankruptcy Court

District of Minnesota

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Bowles Sub Parcel D, LLC	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all) 45-2532924	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)
Street Address of Debtor (No. and Street, City, and State): 275 Market St, Ste 439 Minneapolis, MN <div style="text-align: right;">ZIP Code 55405</div>	Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right;">ZIP Code</div>
County of Residence or of the Principal Place of Business: Hennepin	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): <div style="text-align: right;">ZIP Code</div>	Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right;">ZIP Code</div>
Location of Principal Assets of Business Debtor (if different from street address above):	

Type of Debtor (Form of Organization) (Check one box)	Nature of Business (Check one box)	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box)
<input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	<input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other	<input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding
Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).		Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.

Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (<i>amount subject to adjustment on 4/01/13 and every three years thereafter</i>). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
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Statistical/Administrative Information *** James L. Baillie 3980 *** <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.	THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> OVER 100,000	
Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input checked="" type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion	
Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input checked="" type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion	

Voluntary Petition*(This page must be completed and filed in every case)*Name of Debtor(s):
Bowles Sub Parcel D, LLC**All Prior Bankruptcy Cases Filed Within Last 8 Years** (If more than two, attach additional sheet)

Location Where Filed: - None -	Case Number:	Date Filed:
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Location Where Filed:	Case Number:	Date Filed:
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Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)

Name of Debtor: - None -	Case Number:	Date Filed:
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District:	Relationship:	Judge:
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Exhibit A

(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)

☐ Exhibit A is attached and made a part of this petition.

Exhibit B

(To be completed if debtor is an individual whose debts are primarily consumer debts.)

I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).

X _____
Signature of Attorney for Debtor(s) (Date)

Exhibit C

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

☐ Yes, and Exhibit C is attached and made a part of this petition.

☒ No.

Exhibit D

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

☐ Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

☐ Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.

Information Regarding the Debtor - Venue

(Check any applicable box)

- ☒ Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.
- ☐ There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.
- ☐ Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

Certification by a Debtor Who Resides as a Tenant of Residential Property

(Check all applicable boxes)

- ☐ Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

(Name of landlord that obtained judgment)

(Address of landlord)

- ☐ Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and
- ☐ Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.
- ☐ Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

Voluntary Petition*(This page must be completed and filed in every case)*

Name of Debtor(s):

Bowles Sub Parcel D, LLC

Signatures**Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of Attorney*

X /s/ James L. Baillie
Signature of Attorney for Debtor(s)

James L. Baillie 3980
Printed Name of Attorney for Debtor(s)

Fredrikson & Byron, P.A.
Firm Name
200 South Sixth St
Suite 4000
Minneapolis, MN 55402

Address

612.492.7000 Fax: 612.492.7077
Telephone Number

June 29, 2011
Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X /s/ Steven B. Hoyt
Signature of Authorized Individual

Steven B. Hoyt
Printed Name of Authorized Individual

Chief Manager
Title of Authorized Individual

June 29, 2011
Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

☐ I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

☐ Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____
Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.)(Required by 11 U.S.C. § 110.)

Address

X _____
Date

Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §110; 18 U.S.C. §156.

**United States Bankruptcy Court
District of Minnesota**

In re Bowles Sub Parcel D, LLC

Debtor(s)

Case No. _____

Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Messerli & Kramer P.A. 100 S Fifth St, Ste 1400 Minneapolis, MN 55402	Jay Simons Messerli & Kramer P.A. 100 S Fifth St, Ste 1400 Minneapolis, MN 55402 612.672.3726	Legal services		199,322.46
Anthony Ostlund Baer & Louwagi 90 S Seventh St, Ste 3600 Minneapolis, MN 55402	Vincent D. Louwagie Anthony Ostlund Baer & Louwagi 90 S Seventh St, Ste 3600 Minneapolis, MN 55402 612.349.6969	Legal services		23,234.92
Curbside Lawn Care 9084 Windsor Ct Savage, MN 55378	Dave Leffler Curbside Lawn Care 9084 Windsor Ct Savage, MN 55378 952.403.9012	Services		17,916.88
Cameron Law Office 33 S Sixth St, Ste 4100 Minneapolis, MN 55402	John Cameron Cameron Law Office 33 S Sixth St, Ste 4100 Minneapolis, MN 55402 612.341.0394	Legal services		8,718.75
United Operations, Inc. 1740 Annapolis Ln N Minneapolis, MN 55441	Paul Daily United Operations, Inc. 1740 Annapolis Ln N Minneapolis, MN 55441 763.551.0101	Services		7,713.82
Integra Telecom PO Box 2966 Milwaukee, WI 53201	Integra Telecom PO Box 2966 Milwaukee, WI 53201	Telephone services		558.92
CenterPoint Energy PO Box 1144 Minneapolis, MN 55440	CenterPoint Energy PO Box 1144 Minneapolis, MN 55440	Utilities		276.30
City of Bloomington - Water 1800 W Old Shakopee Rd Minneapolis, MN 55431	City of Bloomington - Water 1800 W Old Shakopee Rd Minneapolis, MN 55431	Utilities		262.00
Xcel Energy PO Box 9477 Minneapolis, MN 55472	Xcel Energy PO Box 9477 Minneapolis, MN 55472	Utilities		148.06

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

[illegible]

**DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the Chief Manager of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date June 29, 2011

Signature /s/ Steven B. Hoyt
Steven B. Hoyt
Chief Manager

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

CW Capital as Special Servicer
for Wells Fargo Bank NA, ttee
7501 Wisconsin Ave, Ste 500
Bethesda MD 20814

Steven B. Hoyt
275 Market St, Ste 439
Minneapolis MN 55405

Anthony Ostlund Baer & Louwagi
90 S Seventh St, Ste 3600
Minneapolis MN 55402

Bowles Sub Parcel B, LLC &
Fenton Sub Parcel B, LLC
275 Market St, Ste 439
Minneapolis MN 55405

Bowles Sub Parcel C, LLC &
Fenton Sub Parcel C, LLC
275 Market St, Ste 439
Minneapolis MN 55405

Cameron Law Office
33 S Sixth St, Ste 4100
Minneapolis MN 55402

CenterPoint Energy
PO Box 1144
Minneapolis MN 55440

City of Bloomington - Water
1800 W Old Shakopee Rd
Minneapolis MN 55431

Curbside Lawn Care
9084 Windsor Ct
Savage MN 55378

Hoyt Properties, Inc.
275 Market St, Ste 439
Minneapolis MN 55405

Steven B. Hoyt
275 Market St, Ste 439
Minneapolis MN 55405

Integra Telecom
PO Box 2966
Milwaukee WI 53201

Messerli & Kramer P.A.
100 S Fifth St, Ste 1400
Minneapolis MN 55402

Tim Mulcahy
c/o Scott Harris, Esq.
150 S Fifth St, Ste 2300
Minneapolis MN 55402

United Operations, Inc.
1740 Annapolis Ln N
Minneapolis MN 55441

Xcel Energy
PO Box 9477
Minneapolis MN 55472

'nMotion Dance Center LLC
7950 University Ave NE
Minneapolis MN 55432

ABRA, Inc.
6601 Shingle Creek Pkwy #200
Minneapolis MN 55430

Adams Pest Control, Inc.
922 Highway 55, Ste 100
Hamel MN 55340

B & H Tax & Accounting LLC
7970 University Ave NE
Minneapolis MN 55432

Berkness Swiss, LLC
333 Washington Ave N
Ste B500
Minneapolis MN 55401

Cable Net
PO Box 480022
Minneapolis MN 55448

Connolly Consulting Associates
Wilton Corporate Dr
50 Danbury Rd
Wilton CT 06897

Corporation Service Company
8040 Excelsior Dr, Ste 200
Madison WI 53717

Dalbec Roofing
2285 Daniels St
Long Lake MN 55356

Dianne's Custom Candles
11901 Larc Industrial Blvd
Burnsville MN 55337

Edina ISD 276
7677 Cahill Rd
Ste 200

Express Fire Protection Svcs
1630 - 91st Ave, Ste 103
Minneapolis MN 55449

Fastenal Company
PO Box 30022
01MNTCY - Attn Prop Manager
Winona MN 55987

Patrick & Kristin Flanagan
7984 University Ave NE
Minneapolis MN 55432

GAB Robins North America
300 N Martingale Rd #750
Schaumburg IL 60173

Hoffman Weber Construction Inc
7932 University Ave NE
Minneapolis MN 55432

It's Hard Times, Inc.
160 First St SE, Ste A
Saint Paul MN 55112

Kidney Specialists of MN
6200 Shingle Creek Pkwy #300
Minneapolis MN 55430

L-1 Identity Secure Credential
296 Concord Rd
Third Floor
Billerica MA 01821

Lee Carlson Center for
Mental Health
7954 University Ave NE
Minneapolis MN 55432

Lee Manufacturing LLC
7942 University Ave NE
Minneapolis MN 55432

Masterson Personnel, Inc.
7924 University Ave NE
Minneapolis MN 55432

Minnesota Computers, Inc.
5733 International Pkwy
Minneapolis MN 55428

Packaging Specialists, Inc.
W130N10751 Washington Dr
Germantown WI 53022

Patriot Insurance Agency
7964 University Ave
Minneapolis MN 55432

Red-D-Arc, Inc.
667 S Service Rd, PO Box 40
Grimsby ON L3M 2Y7 CANADA

ROC, Inc.
7163 - 37th St Ct N
Saint Paul MN 55128

Silent Knight
9057 Lyndale Ave S
Minneapolis MN 55420

STS Temps, Inc.
7986 University Ave NE
Minneapolis MN 55432

System Design Advantage, L.L.C
9655 Penn Ave S
Minneapolis MN 55431

Travelers Property & Casualty
Susan Winiarski 4CR
One Tower Square
Hartford CT 06183

World Taekwondo Academy
6493 Sycamore Ct
Osseo MN 55369

Zycko USA, LLC
7667 Cahill Rd
Ste 400
Minneapolis MN 55439

Bowles Subsidiary, LLC
275 Market St, Ste 439
Minneapolis MN 55405

Fenton Sub Parcel D, LLC
275 Market St, Ste 439
Minneapolis MN 55405

Fenton Subsidiary, LLC
275 Market St, Ste 439
Minneapolis MN 55405

StoneArch II/WCSE Minneapolis
Industrial LLC
275 Market St, Ste 439
Minneapolis MN 55405

StoneArch II, LLC
275 Market St, Ste 439
Minneapolis MN 55405

WCSE Minneapolis Industrial
Investor LLC
275 Market St, Ste 439
Minneapolis MN 55405

Timothy M. Kelley, Esq.
Leonard Street & Deinard
150 S Fifth St, Ste 2300
Minneapolis MN 55402

**United States Bankruptcy Court
District of Minnesota**

In re Bowles Sub Parcel D, LLC
Debtor(s)

Case No. _____
Chapter 11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for Bowles Sub Parcel D, LLC in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

Bowles Subsidiary, LLC
275 Market St, Ste 439
Minneapolis, MN 55405

StoneArch II, LLC
275 Market St, Ste 439
Minneapolis, MN 55405

StoneArch II/WCSE Minneapolis
Industrial LLC
275 Market St, Ste 439
Minneapolis, MN 55405

WCSE Minneapolis Industrial
Investor LLC
275 Market St, Ste 439
Minneapolis, MN 55405

☐ None [*Check if applicable*]

June 29, 2011
Date

/s/ James L. Baillie
James L. Baillie 3980
Signature of Attorney or Litigant
Counsel for Bowles Sub Parcel D, LLC
Fredrikson & Byron, P.A.
200 South Sixth St
Suite 4000
Minneapolis, MN 55402
612.492.7000 Fax:612.492.7077

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF MINNESOTA**

In re:

Bowles Sub Parcel D, LLC
Debtor.

Case No. BKY 11-_____
Chapter 11 Case

STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION

I, Steven B. Hoyt, declare under penalty of perjury that I am a Manager of Bowles Sub Parcel D, LLC (the "Company"), a Delaware LLC, and that on June 3, 2011 the following resolution was duly adopted by the Board of Governors of the Company:

"Whereas, it is in the best interest of the Company to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that the officers of Bowles Sub Parcel D, LLC including Steven B. Hoyt, are authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy case on behalf of the Company; and

Be It Further Resolved, that the officers of Bowles Sub Parcel D, LLC including Steven B. Hoyt, are authorized and directed to appear in all bankruptcy proceedings on behalf of the Company, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the Company in connection with such bankruptcy case; and

Be It Further Resolved, that the officers of Bowles Sub Parcel D, LLC including Steven B. Hoyt, are authorized and directed to employ James Baillie, attorney and the law firm of Fredrikson & Byron, P.A. to represent the Company in such bankruptcy case."

Executed on: June 29, 2011

Signed: /s/ Steven B. Hoyt

Steven B. Hoyt, Manager
275 Market Street, Suite 439
Minneapolis, MN 55405

LOCAL RULE REFERENCE: 1008-1

Form 1007-1 – Statement Of Compensation By Debtor’s Attorney

UNITED STATES BANKRUPTCY COURT
DISTRICT OF MINNESOTA

In re:

Bowles Sub Parcel D, LLC,
Debtor.

Case No. BKY 11-_____
Chapter 11 Case

STATEMENT OF COMPENSATION BY ATTORNEY FOR DEBTOR

The undersigned, pursuant to Local Rule 1007-1, Bankruptcy Rule 2016(b) and § 329(a) of the Bankruptcy Code, states that:

1. The undersigned is the attorney for the debtor in this case and files this statement as required by applicable rules.
2.
 - (a) The filing fee paid by the undersigned to the clerk for the debtor is: \$1,039.00
 - (b) The compensation paid or agreed to be paid by the debtor(s) to the undersigned is: hourly rate as allowed by the Court
 - (c) Prior to filing this statement, the debtor paid to the undersigned: \$35,000.00, including amounts for the filing fee and pre-petition services.
 - (d) The unpaid balance due and payable by the debtor to the undersigned is: See application to employ Fredrikson & Byron, P.A.
3. The services rendered or to be rendered include the following:
 - (a) preparation and filing of the petition, exhibits, attachments, schedules, statements and lists and other documents required by the court;
 - (b) representation of the debtor at the meeting of creditors;
 - (c) negotiations with creditors and representation in Chapter 11.

4. The source of all payments by the debtor to the undersigned was or will be from assets of the debtor, and the undersigned has not received and will not receive any transfer of property other than such payments by the debtor, except as follows: None.
5. The undersigned has not shared or agreed to share with any other person other than with members of undersigned's law firm any compensation paid or to be paid.

FREDRIKSON & BYRON, P.A.

Dated: June 29, 2011

/e/ James L. Baillie

James L. Baillie (#3980)

Cynthia A. Moyer (#0211229)

Sarah M. Gibbs (#0390238)

200 South Sixth Street, Suite 4000

Minneapolis, MN 55402

Phone (612) 492-7000

Fax (612) 492-7077

jbaillie@fredlaw.com

cmoyer@fredlaw.com

sgibbs@fredlaw.com

ATTORNEYS FOR DEBTOR

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